

# T<sup>3</sup>: Trustee Training Tips

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*Kentucky Department for Libraries & Archives*

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## WITH OR WITHOUT THE LIBRARY DIRECTOR?

Periodically any library board may be faced with the issue of their library director being unable to attend a meeting—sickness, conference attendance, vacation, family emergency are only a sampling of perfectly acceptable reasons why a director may not be available for the board’s regular monthly meeting. Should the board go ahead and meet without the director in attendance? Should this particular meeting be rescheduled?

As with most issues, there is not a black and white answer to this question. The immediate response is “yes, you can meet without your director, but why would you want to?” This implies the board has an option, which may or may not be true. Let’s look at the practicalities first. If your library board regularly meets in the fourth week of the month, there may not be another opportunity to meet that month. The Kentucky Revised Statutes (KRS.173.060; 173.350; 173.500; 173.735) state: “The board shall meet on a regularly scheduled basis once each month.” To be compliant with the law, the board would need to go ahead and meet.

The second reason a board might wish to go ahead and meet is to avoid the requirements of a “Special Called Meeting.” Remember, when you reschedule anything about your meeting, such as date, time, or location, even if it is still your regular monthly meeting, it must be conducted under the rules of the special meeting. In a nutshell, this means advertising the meeting 24 hours in advance, with the agenda posted, and the legal inability to discuss anything that is not on the posted agenda. The last part can tie the board’s collective hands from discussing anything that has come up at the last minute or that someone accidentally forgot to include.

Without either of the above situations playing into the picture, it is never a good policy to meet without your director. She is your CEO and the person who can explain what the library has done and why. She is your source of answers to questions you may have about any and all aspects of the library. She is the one employee the board has, and it is she, and she alone, that answers to the board for her performance as director and the library’s performance in the community.

Of course, there is the obvious time that a board will ask the director to leave the meeting temporarily—the periodic performance appraisal or evaluation. And there may be a few situations whereby the board will go into an Executive Session and ask the director to leave for that portion. This is different from a full meeting without the director.

## CODES OF ETHICS

Recently the Kentucky Department for Libraries and Archives (KDLA) was asked if public library trustees were required to adopt a Code of Ethics like many other governmental entities. The answer is “no.” But that doesn’t mean the board has a license to be unethical! The negative addresses the verb: library boards are not *required* to have an ethical code. This does not mean a board cannot do so, but it would be wise to adopt one specifically written for public libraries rather to try to make one-size-fits-all with other governmental agencies.

The American Library Association (ALA), via its Trustees & Advocates division, has a sample code that has the following statements:

- Trustees shall observe ethical standards with absolute truth, integrity, and honor.
- Trustees must avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues, or the institution.
- It is incumbent upon any trustee to disqualify him/herself immediately whenever the appearance of a conflict of interest exists.
- Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes and those of the institution, acknowledging the formal position of the Board even if they personally disagree.
- A trustee must respect the confidential nature of library business while being aware and in compliance with applicable laws governing freedom of information.
- Trustees must be prepared to support to the fullest the efforts of librarians in resisting censorship of library materials by groups or individuals.
- Trustees who accept library board responsibilities are expected to perform all the functions of library trustees.

Kentucky trustees will notice that statements concerning conflicts of interest are already addressed in statute (KRS 173.340; 173.510; 173.740), which has far more authority than policies. Nevertheless, many boards of trustees may wish to adopt some formal code of ethics. Caveat: while it is tempting to do an Internet search to find other libraries’ codes of ethics from which to borrow, be careful to remain within the statutory authority imposed on Kentucky libraries.

Another source of ethical statements adopted by several libraries comes from the Cain Consulting Group’s information for writing nonprofit board policy. These include statements of “I will” and “I will not” which can be modified to fit libraries quite well. In this model, a Code of Ethics might look like this:

As a member of the XYZ Board of Trustees, I will...

- listen carefully to my teammates and those served by the XYZ PL;
- respect the opinion of other board members;
- respect and support the majority decisions of the board;
- recognize that all authority is vested in the board when it meets in legal session and not with individual board members;
- keep well-informed of developments that are relevant to issues that may come before the board;
- participate actively in board meetings and actions;
- call to the attention of the board any issues that I believe will have an adverse effect on XYZ PL or those we serve;
- attempt to interpret the needs of constituents to XYZ PL and interpret the action of XYZ PL to its constituents;

- refer constituents or staff complaints to the proper level on the chain of command;
- recognize that the board member's job is to ensure that XYZ PL is well managed, not to manage XYZ PL;
- vote to hire the best possible person to manage XYZ PL;
- represent all constituents of XYZ PL and not a particular geographic area or special interest group;
- do my best to ensure that XYZ PL is well maintained, financially secure, growing, and always operating in the best interests of constituents;
- always work to learn more about the board member's job and how to do it better;
- declare any conflict of interests between my personal life and my position on the XYZ PL board, and avoid voting on issues that appear to be a conflict of interest.

"As a member of XYZ PL Board of Trustees, I will not...

- be critical, in or outside of the board meeting, of other board members or their opinions;
- discuss the confidential proceedings of an executive (closed) session outside the board meeting;
- promise prior to a meeting how I will vote on any issue in the meeting;
- interfere with duties of the director or undermine the director's authority.

Neither of these versions require they be adopted intact. Boards may reword, add to, and delete from to create their own versions. Some additional statements that various libraries have added include:

- Trustees are expected to take responsibility for their personal development through continuing education opportunities and participation

in provincial and national library organizations. (*Alberta Library Trustees Association, Canada*)

- ...keep all library policies free of racism, sexism, and other bigotry. (*Montana Trustee Handbook*)
- ...ensure that the library is well maintained, financially secure, growing, and always operating in the best interests of the community. (*Montana Trustee Handbook*)
- We treat employees, co-workers, and other colleagues with respect, fairness and good faith, and advocate conditions of employment that safeguard the rights and welfare of employees. (*Elwood Public Library Board of Trustees, New York*)
- Read the distributed materials before each meeting. (*Minnesota Public Library Trustee Handbook*)

When a newcomer joins the library board, the group as a whole should review and readopt their Code of Ethics, so it's accepted by everyone on the board rather than imposed upon the new member.

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## LIBRARY LETTERS

*Dear Marian Librarian,*

*I really try to make all the board meetings, but I can't help but miss the next one and we will be voting on something very important to me. Can I give my vote to someone as a proxy?*

*-- Troubled Trustee*

Dear Troubled,

The short answer is "No, you can't." The Department for Local Government (DLG) says the principle here is not really the open meetings law but a Constitutional principle. If the law does not authorize an action by a local government, then the local government cannot do it. DLG is not aware of any statute allowing any local government to use proxy votes. OAG 78-157 (Opinion of the Attorney General) also addresses this issue, citing various legal decisions, all of which are in agreement with DLG's opinion.

## HOW MUCH DO YOU KNOW?

The following quiz will let you test your knowledge on the topics covered in this publication. The answers are under "Publications" on KDLA's web page <[www.kdla.ky.gov](http://www.kdla.ky.gov)>.

1. Why should a library board be concerned about rescheduling a regular monthly meeting?
2. Why might a board ask a director to leave the meeting?
3. Does the state require library board members to adopt an official Code of Ethics?
4. How often should a library review / revise its ethical code?
5. Aren't we making too big a deal out of this? Why should a library bother with a Code of Ethics anyway?

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## **ANSWERS TO T<sup>3</sup> QUIZ:**

**1. Why should a board be concerned about rescheduling a regular monthly meeting? [page 1]**

*For one very practical reason is that it limits what the board can discuss to what's already been posted on the agenda that's required 24 hours prior to the meeting. That can necessitate another called meeting if the issue is sufficiently important and cannot reasonably wait until the next month's meeting. Another reason is compliance with the spirit of the Open Meetings Act. OMA requires the library to make its meetings convenient for public attendance. Never knowing when a board might meet, because it is frequently rescheduling meetings, breaks that trust. While it isn't illegal to reschedule, it should be kept to a minimum and only for truly important reasons.*

**2. Why might a board ask a director to leave the meeting? [page 1]**

*Very likely this will only occur when the board is discussing the periodic evaluation or performance appraisal. Done properly, the board needs to confer and discuss their director's performance as a group and come to a group consensus. The director is evaluated by the Board as a whole, not with 5 separate ratings, a tally of ratings or even an average of ratings. To be able to talk freely, it is likely the board will ask the director to leave for this portion, then summoned back once the board has agreed on the Board's ratings and comments.*

**3. Does the state require library board members to adopt an official Code of Ethics? [pages 2 - 3]**

*No one, nor any agency, requires a Code of Ethics be imposed upon a library board or any taxing district's governing board. This does not mean it isn't a good idea, however and samples to use as a guide are easily found. One should beware of officially adhering to another institution's template as these may not serve the library's interest and/or role*

**4. How often should a library review / revise its ethical code? [pages 2 - 3]**

*Each time a new member joins the board, the entire board should review its Code of Ethics. As you are requiring this new member subscribe to all tenants of the existing Code, he should know to what he is agreeing. You may find some of your members don't want to abide by the Code as it is now written. Then you must agree to disagree or revise the policy in a way that all can be acceptable to all members of the board. Lest you think this much ado about nothing, look at American Libraries, March 2004, page 17. Here you will find an Illinois library board that attracted over 100 visitors to a recent meeting to witness first-hand the "tyranny of the majority." Or what a trustee who didn't agree with that library's ethical code called it.*

**5. Aren't we making too big a deal out of this? Why should a library bother with a Code of Ethics anyway?**

*This question isn't exactly answered in the text of this issue, but is more implied or between the lines. No one can mandate an ethical code for the library and maybe a given board will see no need for adopting one. That is perfectly OK. But others may see differently and think any governmental body entrusted with public funds needs a statement about its commitment to an ethical standard. And that too is perfectly OK. If a library board decides to create a statement regarding its integrity and ethics, it should do so as an independent body, not "hitch its wagon" to other segments of local government. Library stewardship, while holding much in common with other governmental units, has a different mission than they and needs to address some of those differences as well as the commonalities.*